

RECORDATION NO. 28581 FILED

JAN 15 '10 -12 00 PM

SURFACE TRANSPORTATION BOARD

OF COUNSEL
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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

January 15, 2010

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Contract 3-50010

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of November 25, 2008, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor: American Railcar Leasing LLC
620 North Second Street
St. Charles, Missouri 63301

Lessee: Kemira Water Solutions, Inc
808 E. Main Street
Lakeland, Florida 33801

Section Chief
January 15, 2010
Page 2

A description of the railroad equipment covered by the enclosed document is.

28 railcars: EAGX 0286000 - EAGX 0286027.

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

MEMORANDUM OF LEASE

This Memorandum of Lease is made and entered into as of 11/25, 2008 by and between American Railcar Leasing LLC, a Delaware limited liability company, as Lessor ("Lessor"), and Kemira Water Solutions, Inc, a Florida corporation ("Lessee").


The undersigned have entered into that certain Equipment Lease Agreement (the "Lease Agreement"), dated as of 11/25, 2008 pursuant to which Lessee leased the railcars listed on Schedule A attached hereto from Lessor on the terms and conditions set forth therein.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum of Lease to be duly executed by their respective officers duly authorized as of the date and year first above written.

AMERICAN RAILCAR LEASING LLC, Lessor

By: 
Name: Umesh Choksi
Title: CFO & Treasurer

KEMIRA WATER SOLUTIONS, INC., Lessee

By: 
Name: John Gutkowski
Title: Director of Logistics + Supply Chain

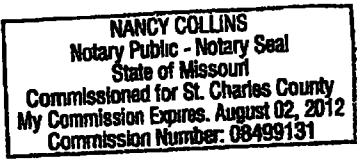
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AGE TRANSPORTATION BOARD

STATE OF MISSOURI)
) ss.:
COUNTY OF ST. CHARLES)

On this 22 day of January, 2009, before me, personally appeared Umesh Choksi, to me personally known, who being by me duly sworn, says that he resides at St. Louis County, Missouri and is the CFO & Treasurer of American Railcar Leasing LLC, that said instrument was signed on the date hereof on behalf of said company by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.



Nancy Collins
Notary Public

STATE OF _____)
) ss.:
COUNTY OF _____)

On this _____ day of _____, 2008, before me, personally appeared _____, to me personally known, who being by me duly sworn, says that he resides at _____ County, _____ and is _____ of _____, that said instrument was signed on the date hereof on behalf of said corporation by authority of its _____; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public
My commission expires on _____

STATE OF MISSOURI)
) ss.:
COUNTY OF SAINT CHARLES)

On this 2 day of December, 2008, before me, personally appeared Umesh Choksi, to me known, who being by me duly sworn, says that he resides in Saint Louis County, Missouri and is SVP, CFO and Treasurer of American Railcar Leasing LLC; that said instrument was signed on behalf of said company; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.



Lynda Jordan
Notary Public
My commission expires on May 20, 2012

STATE OF ILLINOIS)
) ss.:
COUNTY OF COOK)

On this 2 day of December, 2008, before me, personally appeared Mr. John Gutkowski, to me known, who being by me duly sworn, says that he resides in Will County, and is Director of Logistics & Supply Chain of Kemira Water Solutions, Inc.; that said instrument was signed on behalf of said company by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.



Lynda Jordan
Notary Public
My commission expires on May 20, 2012

Schedule A

Equipment

Kemira Water Solution, Inc.

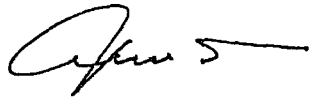
Contract 3-50010

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	EAGX	286000
	Tank	EAGX	286001
	Tank	EAGX	286002
	Tank	EAGX	286003
	Tank	EAGX	286004
	Tank	EAGX	286005
	Tank	EAGX	286006
	Tank	EAGX	286007
	Tank	EAGX	286008
	Tank	EAGX	286009
	Tank	EAGX	286010
	Tank	EAGX	286011
	Tank	EAGX	286012
	Tank	EAGX	286013
	Tank	EAGX	286014
	Tank	EAGX	286015
	Tank	EAGX	286016
	Tank	EAGX	286017
	Tank	EAGX	286018
	Tank	EAGX	286019
	Tank	EAGX	286020
	Tank	EAGX	286021
	Tank	EAGX	286022
	Tank	EAGX	286023
	Tank	EAGX	286024
	Tank	EAGX	286025
	Tank	EAGX	286026
	Tank	EAGX	286027

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated 1/15/2010



Robert W Alvord